

Attachment B - Articles of Organization and Certificate of Authority

See Attached

State of California

SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR 19 1999



Secretary of State



State of California

Bill Jones
Secretary of State

LLC-1

LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION

IMPORTANT - Read the instructions before completing the form.

This document is presented for filing pursuant to Section 17050 of the California Corporations Code.

1. Limited liability company name:

(Enter the name with LLC, L.L.C., Limited Liability Company or Ltd. Liability Co.)

NPC NETWORK, LLC

2. Latest date (month/day/year) on which the limited liability company is to dissolve.

December 31, 2049

3. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the Beverly-Killea Limited Liability Company Act.

4. Enter the name of initial agent for service of process and check the appropriate provision below:

Eric Bender

which is

☒ an individual residing in California.

☐ a corporation which has filed a certificate pursuant to Section 1505 of the California Corporations Code.
Skip Item 5 and proceed to Item 6.

5. If the initial agent for service of process is an individual, enter a business or residential street address in California:

Street address: 700 Wilshire Boulevard, 7th Floor

City: Los Angeles

State: California

Zip Code: 90017

6. The limited liability company will be managed by: (check one)

☒ one manager

☐ more than one manager

☐ limited liability company members

7. If other matters are to be included in the Articles of Organization attach one or more separate pages.

Number of pages attached, if any:

-0-

Describe type of business of the Limited Liability Company.

General business activities

Declaration: It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Signature of organizer

Alfred M. Garcia, Esq., Organizer

Type or print name of organizer

Date: February 24, 1999

For Secretary of State Use

File No. 199906010042

FILED

in the office of the Secretary of State
of the State of California

FEB 25 1999

Bill Jones

BILL JONES, Secretary of State



**BILL JONES
SECRETARY OF STATE**

LLC-2

**LIMITED LIABILITY COMPANY
CERTIFICATE OF AMENDMENT**

IMPORTANT - Read the instructions before completing the form.

This document is presented for filing pursuant to Section 17054 of the California Corporations Code.

1. Limited liability company name: NPC Network, LLC

2. File number: 199906010042

3. Enter only the information in the Articles of Organization (LLC-1) amended by filing this Certificate of Amendment (LLC-2).

a. Limited liability company name: NTC Network, LLC

b. Latest date on which the limited liability company is to dissolve: (month/day/year)

c. The limited liability company will be managed by: (check one).

☐ one manager

☐ more than one manager

☐ limited liability company members

d. Any change in the events that will cause dissolution of the limited liability company. Provide the text of the amendment adopted, using the space provided and/or attaching one or more separate pages.

4. Number of pages attached, if any: 0

5. It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Alfred M. Garcia

Signature of authorized person
Alfred M. Garcia, Esq.,
Organizer and Attorney-In-Fact

Type or print name and title

Date: March 2, 1999

Secretary of State Use

FILED
In the office of the Secretary of State
of the State of California

MAR - 3 1999

Bill Jones
BILL JONES, Secretary of State





OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

FEBRUARY 02, 2001

0051407-1

TCS CORPORATE SERVICES INC
1 W OLD STATE CAPITOL PLZ #805
SPRINGFIELD, IL 62701-0000

RE NTC NETWORK, LLC

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND AN APPROVED APPLICATION OF ADMISSION.

THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY COMPANY DIVISION
TELEPHONE (217)524-8008

JW:LLC

Form **LLC-45.5**

January 1998

George H. Ryan
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 359, Howlett Building
Springfield, IL 62756
<http://www.sos.state.il.us>

Payment must be made by certified
check, cashier's check, Illinois
attorney's C.P.A.'s check or money or-
der, payable to "Secretary of State."

**Illinois
Limited Liability Company Act****Application for Admission to Transact Business**

Must be typewritten

This space for use by Secretary of State

Date 02 02 2001
Assigned File # 0051 407 1
Filing Fee \$400.00
Penalty LB
Approved:

FILED

FEBRUARY 2, 2001

LIMITED LIABILITY CO. DIV.
JESSE WHITE
SECRETARY OF STATE

PAID

FEBRUARY 2, 2001

1. Limited Liability Company name: **NTC NETWORK, LLC**

(Must comply with Section 1-10 of ILLCA or article 2 below applies.)

2. The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is:

(If applicable, a form LLC-1.20, Application to Adopt an Assumed Name, is required to be completed and attached to this application.)

3. Federal Employer Identification Number (F.E.I.N.): **95-4732379**4. Jurisdiction of Organization: **CA**5. Date of Organization: **2/25/99**6. Period of Duration: **DECEMBER 31, 2049**

(See #14 on back)

7. The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable):

| | | |
|---------------------|----------|-------------|
| 633 West 5th Street | | 56th Floor |
| Number | Street | Suite |
| Los Angeles | CA | 90071 |
| City/State | ZIP Code | County |
| | | Los Angeles |

8. Registered agent: **TCS Corporate Services, Inc.**

| | | |
|------------|-------------|-----------|
| First Name | Middle Name | Last Name |
|------------|-------------|-----------|

Registered Office: **One West Old State Capital Plaza** **Ste. 805**

| | | |
|--------|--------|---------|
| Number | Street | Suite # |
|--------|--------|---------|

| | | | | |
|------------------------------------|-------------|----------|----------|----------|
| (P.O. Box or c/o are unacceptable) | Springfield | Sangamon | Illinois | 62701 |
| | City | County | | ZIP Code |

9. The date on which this foreign LLC first did business in Illinois: **upon qualification**

LLC-45.5

10. The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).

Provide Telecommunication Services

11. The limited liability company is managed by:
☒ manager(s)
☐ vested in member(s)
12. The Illinois Secretary of State is hereby appointed the agent of the limited liability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.
13. This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.
14. If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.
15. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated JANUARY 11, 2001

Eric M. Bender

(Signature)

(Signature must comply with Section 5-45 of ILLCA)

ERIC M. BENDER

(Type or print name and title)

XXXXXXXXXXXXXXXXXXXX

Manager

*(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

*Please refer to Sections 178.20(d) and (e) of the Administrative Rules